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DOC DATE: 04/23/2002

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ASSIGNMENT AND AGREEMENT

For value received, we Brad R. Black, Garnet C. Ulrich, and Peter T. Ashton, whose full post office addresses are respectively, 805 Beavertail Rd., Carp, ON, Canada, KOA 1LO 94 Evanshen Crescent, Kanata, ON, Canada, K2K 2X7, 66 Forest Gate Way, Nepean, ON, Canada K2G 6P4 hereby sell, assign and transfer to NORTEL NETWORKS LIMITED whose full post office address is, 2351 Boulevard Alfred-Nobel, St. Laurent, Quebec, Canada, H4S 2A9, and its successors, assigns and legal representatives, the entire right, title and interest, for all countries, in and to the invention entitled EFFICIENT CONTENT PLACEMENT USING NETWORK PROXIMITY as described in an application for letters patent filed in the UNITED STATES, the application being filed December 28, 2001 and receiving Serial No. 10/028,795 and all rights and privileges including priority rights arising from the application aforesaid and corresponding applications in other countries, all continuations. continuations-in-part, divisionals, renewals, substitutes or reissues thereof, and all the rights and privileges under any and all letters patent that may be granted for said inventions.

We request that any and all patents for said inventions may be issued to said assignee, its successors, assigns and legal representatives, or to such nominees as it may designate.

We agree that, when requested, we will, without charge to said assignee but at its expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for claiming said priority rights and for securing and maintaining patents for said inventions in any end all countries and for vesting title thereto in said assignee, its successors, assigns and legal representatives or nominees.

We covenant with said assignee, its successors, assigns and legal representatives, that the rights and property herein conveyed are free and clear of any encumbrance, and that we have full right to convey the same as herein expressed.

THE UNDERSIGNED hereby authorizes the firm of SHAPIRO COHEN whose full office address in Canada is Suite 2001, 112 Kent Street, Ottawa, Ontario, KIP 5P2 and whose full mailing address is P.O. Box 3440, Station D, Ottawa, Ontario, KIP 6P1, to correct

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Peter T. Ashton

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